

**AMENDMENT NO. 5
INCORPORATED COUNTY OF LOS ALAMOS
SERVICES AGREEMENT NO. AGR3470-09**

This **AMENDMENT NO. 5** is entered into by and between the **Incorporated County of Los Alamos**, an incorporated county of the State of New Mexico ("County"), and **High Line Corporation**, a Canadian corporation ("High Line" or Contractor"), to be effective for all purposes August 31, 2016.

WHEREAS, County contracted with High Line to provide a Human Resources System with Payroll and Implementation, named Personality, on September 9, 2009 pursuant to Services Agreement No. AGR3470-09, Amendment No. 1, AGR3470-09, dated June 8, 2011, Amendment No. 2, AGR3470-09, dated June 23, 2011, Amendment No. 3, AGR3470-09-A3, dated November 1, 2012, and Amendment No. 4, AGR3470-09-A4, dated January 1, 2015 (as amended, the "Agreement"); and

WHEREAS, the original Agreement provided for the possibility of extensions of the Term of the Agreement through December 31, 2019; and

WHEREAS, County amended the Term of the Agreement through August 31, 2016 on Amendment No. 4, AGR3470-09-A4; and

WHEREAS, due to an unanticipated change in system conversion dates, both parties wish to amend the Agreement to extend the Term through December 31, 2019. This does not impair or conflict with the intent of the RFP or Agreement.

NOW, THEREFORE, for good and valuable consideration, County and Contractor agree as follows:

- I. To delete **SECTION B. TERM** in its entirety and replace it with the following:

SECTION B. TERM: The Term of this Agreement shall commence on September 9, 2009 and shall continue until December 31, 2019, unless sooner terminated, as provided herein.

- II. To amend **SECTION C. COMPENSATION**, sub-paragraph 3.d. to read as follows:

3.d. County shall pay compensation for the performance of the Services a total amount for the duration of this Agreement not to exceed ONE MILLION THREE HUNDRED FOUR THOUSAND EIGHTY DOLLARS AND 50 CENTS (\$1,304,080.50) which amount does not include applicable New Mexico gross receipts taxes ("NMGR"). Said amount includes annual maintenance fees as set forth in the Exhibit "D," attached hereto.

- III. To amend **SECTION C. COMPENSATION** sub-paragraph 7.b. to read as follows:

For the term of this Amendment No. 5, January 1, 2015 to August 31, 2016, County shall pay annual maintenance in an amount in accordance with the Annual Service Fee Agreement Fee Table set forth in Exhibit "D," attached hereto.

Except as expressly modified by this Amendment, the terms and conditions of the Agreement remain unchanged and in effect.

IN WITNESS WHEREOF, the parties have executed this Amendment No. 5 on the date(s) set forth opposite the signatures of their authorized representatives to be effective for all purposes on the date first written above.

ATTEST

INCORPORATED COUNTY OF LOS ALAMOS

SHARON STOVER
COUNTY CLERK

BY: _____ **DATE**
HARRY BURGESS
COUNTY MANAGER

Approved as to form:

KATHRYN S. THWAITS
ACTING COUNTY ATTORNEY

HIGH LINE CORPORATION,
A CANADIAN CORPORATION

BY: _____ **DATE**
MEGAN REGISTER
PRESIDENT

EXHIBIT “D”
2016/2017/2018 Annual Service Fee Agreement Fee Table

Module	AGR347-09-A4 Maintenance Fee 2017	Maintenance Fee 2018 not to exceed	Maintenance Fee 2019 not to exceed	Maintenance Fee 2020 not to exceed	Total
Foundation	\$4347.00	\$4,564.35	\$4,792.57	\$5,032.20	
Payroll	\$6143.00	\$6,450.15	\$6,772.66	\$7,111.29	
Salary Administration	\$1738.00	\$1,824.90	\$1,916.15	\$2,011.95	
Benefit Administration	\$2053.00	\$2,155.65	\$2,263.43	\$2,376.60	
Attendance Control	\$2053.00	\$2,155.65	\$2,263.43	\$2,376.60	
Training and Development	\$872.00	\$915.60	\$961.38	\$1,009.45	
Recruitment	\$872.00	\$915.60	\$961.38	\$1,009.45	
Workflow	\$1738.00	\$1,824.90	\$1,916.15	\$2,011.95	
Employee/Manager Self-Service	\$1738.00	\$1,824.90	\$1,916.15	\$2,011.95	
Time Management Self-Service	\$1738.00	\$1,824.90	\$1,916.15	\$2,011.95	
Enhanced Technical Support	\$9000.00	\$9,450.00	\$9,922.50	\$10,418.63	
Windward (Reports/days^8 Cores, Server Engine – Unlimited)	\$2530.00	\$2,656.50	\$2,789.33	\$2,928.79	
Custom Processes & Reports, ePersonality-Cayenta Integration/Interface Software	\$17,655.00	\$18,537.75	\$19,464.64	\$20,437.87	
Symmetry Tax Engine	\$5765.00	\$6,053.25	\$6,355.91	\$6,673.71	
Aquire Org Publisher Enterprise	\$1700.00	\$1,785.00	\$1,874.25	\$1,967.96	
Internet Application Server EE (OAS -Oracle)	\$13,860.00				
Internet Application Server SE (OAS - Oracle)	\$2295.00				
Oracle Weblogic (replacing OAS)- Enterprise Edition, CPU's to match current OAS licenses		\$14,553.00	\$15,280.65	\$16,044.68	
Oracle Weblogic (replacing OAS)- Enterprise Edition, CPU's to match current OAS licenses		\$2,409.00	\$2,530.24	\$2,656.75	
Total	*\$76,097.00	\$79,901.85	\$83,896.94	\$88,091.79	\$251,890.58

*** BASELINE FOR 5% CALCULATION**